

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

In re:	§ Chapter 7
Iced Tea with Lemon, LLC,	§
	§ Case No. 24-41976 (ELM)
Debtor.	§
In re:	§ Chapter 7
Tres Peliculas, LLC,	§
	§ Case No. 24-41977 (MXM)
Debtor.	§
In re:	§ Chapter 7
Cinco Peliculas, LLC,	§
	§ Case No. 24-41978 (MXM)
Debtor.	§
In re:	§ Chapter 7
Seis Peliculas, LLC,	§
	§ Case No. 24-41979 (ELM)
Debtor.	§
In re:	§ Chapter 7
Woodbury Alamo, LLC,	§
	§ Case No. 24-41980 (ELM)
Debtor.	§
In re:	§ Chapter 7
Dos Peliculas, LLC,	§
	§ Case No. 24-41981 (ELM)
Debtor.	§

**NOTICE OF ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY
CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH
THE SALE ORDER**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On June 6, 2024 (the “**Petition Date**”), (i) Iced Tea with Lemon, LLC filed a voluntary petition under chapter 7 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the “**Bankruptcy Code**”) commencing the bankruptcy case *In re Iced Tea with Lemon, LLC*, Case No. 24-41976 (ELM), pending in the United States Bankruptcy Court for the North District of

Texas (the “**Bankruptcy Court**”), the Honorable Edward L. Morris presiding, (ii) Tres Peliculas, LLC filed a voluntary petition under chapter 7 of the Bankruptcy Code commencing the bankruptcy case *In re Tres Peliculas, LLC*, Case No. 24-41977, pending in the Bankruptcy Court, the Honorable Martin X. Mullin presiding, (iii) Cinco Peliculas, LLC filed a voluntary petition under chapter 7 of the Bankruptcy Code commencing the bankruptcy case *In re Cinco Peliculas, LLC*, Case No. 24-41978, pending in the Bankruptcy Court, the Honorable Martin X. Mullin presiding, (iv) Seis Peliculas, LLC filed a voluntary petition under chapter 7 of the Bankruptcy Code commencing the bankruptcy case *In re Seis Peliculas, LLC*, Case No. 24-41979, pending in the Bankruptcy Court, the Honorable Edward L. Morris presiding, (v) Woodbury Alamo, LLC filed a voluntary petition under chapter 7 of the Bankruptcy Code commencing the bankruptcy case *In re Woodbury Alamo, LLC*, Case No. 24-41980, pending in the Bankruptcy Court, the Honorable Edward L. Morris presiding, and (vi) Dos Peliculas, LLC filed a voluntary petition under chapter 7 of the Bankruptcy Code commencing the bankruptcy case *In re Dos Peliculas, LLC*, Case No. 24-41981, pending in the Bankruptcy Court, the Honorable Edward L. Morris presiding (each of the chapter 7 bankruptcy cases in the foregoing (i) through (vi) the “**Bankruptcy Cases**” and each, a “**Bankruptcy Case**”) (each of the debtors in the Bankruptcy Cases, a “**Debtor**” and collectively, the “**Debtors**”).

2. On June 27, 2024, the Bankruptcy Court entered the Sale Order¹ approving the sale and conveyance of each Debtors’ assets pursuant to that certain asset purchase agreement by and between (1) (i) Roddrick Newhouse, in his capacity as Chapter 7 Trustee of the bankruptcy estates of Iced Tea with Lemon, LLC, Tres Peliculas, LLC, Seis Peliculas, LLC, and Woodbury Alamo, LLC, (ii) Behrooz Vida, in his capacity as Chapter 7 Trustee of the bankruptcy estate of Cinco Peliculas, LLC, and (iii) Marilyn Garner, in her capacity as Chapter 7 Trustee of the bankruptcy

¹ “**Sale Order**” shall mean that certain *Order Granting Trustee’s Joint Emergency Motion for Authority to Sell Property of the Estate Free and Clear of Liens, Claims, and Encumbrances and Provide for the Assumption & Assignment of Executory Contracts and Unexpired Leases* (Case No. 24-41976, ECF No. 92; Case No. 24-41977, ECF

estate of Dos Peliculas, LLC (collectively, “**Sellers**” or “**Trustees**” and each, a “**Seller**” or a “**Trustee**”) and (2) Alamo Intermediate II Holdings, LLC (together with certain of its affiliates and permitted assigns, “**Buyer**” or “**Alamo**”) (Seller and Buyer and Buyer, collectively, the “**Parties**” and each, a “**Party**”) (the “**APA**”).

3. Consistent with the Sale Order and APA, the Trustee, on behalf of the applicable Debtor’s bankruptcy estates, is assuming and assigning to the Buyer in accordance with, and pursuant to, sections 2.d and 7 of the APA, that certain Ground Lease dated August 31, 2016 relating to the Denton venue, as amended from time to time, including the Sixth Amendment to Ground Lease between Landlord (as defined therein) and Alamo Denton LLC (as amended, the “**Denton Lease**”). This notice does not prejudice, effect, or otherwise impact any Trustee’s, on behalf of the applicable Debtor’s bankruptcy estate, right or ability to assume and assign any other additional executory contracts or unexpired leases in accordance with, and pursuant to, the Sale Order and the APA.

4. The applicable Trustee, Alamo Denton LLC and the Landlord agree that (i) the assumption and assignment of the Denton Lease shall be effective as of July 8, 2024, and each waives any requisite or applicable notice periods, and (ii) the cure amount to be paid to the applicable counterparty under section 365(b)(1)(A) and (B) of the Bankruptcy Code shall be \$0.00.

DATED: July 8, 2024

Respectfully submitted,

/s/ Jared M. Slade

Jared M. Slade
Texas State Bar No. 24060618
ALSTON & BIRD LLP
Chase Tower
2200 Ross Avenue
Dallas, TX 75201
Telephone: (214) 922-3400
Facsimile: (214) 9223899
Email: jared.slade@alston.com

And

Leib M. Lerner
California State Bar No. 227323
ALSTON & BIRD LLP
350 South Grand Avenue, 51st Floor
Los Angeles, California 90071
Telephone: (213) 576-1000
Facsimile: (213) 576-1100
Email: leib.lerner@alston.com
Admitted Pro Hac Vice

And

Stephen M. Blank
New York Bar No. 227323
ALSTON & BIRD LLP
90 Park Avenue
New York, NY 10016-1387
Telephone: (212) 210-9400
Facsimile: (212) 210-9444fstephen
Email: Stephen.blank@alston.com
Admitted Pro Hac Vice

Attorneys for Alamo Intermediate II Holdings, LLC

CERTIFICATE OF SERVICE

The undersigned hereby certifies that, on July 8, 2024, a true and correct copy of the above and foregoing instrument was served via the Court's CM/ECF system or via United States mail, postage prepaid, upon the following:

Office of the U. S. Trustee
1100 Commerce Street, Room 976
Dallas, TX 75242
VIA CM/ECF ustpreion06.da.ecf@usdoj.gov

Seis Peliculas, LLC
320 W. Las Colinas Blvd., Bldg. 2
Irving, TX 75039
DEBTOR

Julie Anne Parsons, Esq.
McCreary Veselka Bragg & Allen PC
PO Box 1269
Round Rock, TX 78680
VIA CM/ECF jparsons@mvalaw.com
COUNSEL FOR THE COUNTY OF DENTON, TEXAS

Cliff A. Wade, Esq.
Baker Lopez
5728 LBJ Freeway, Suite 150
Dallas, TX 75240
VIA CM/ECF cliff.wade@bakerlopez.com
COUNSEL FOR ORIGIN BANK

Dawn Whalen Theiss, Esq.
Small Business Administration 1100
Commerce Street, Suite 300
Dallas, TX 75242
VIA CM/ECF dawn.theiss@usdoj.gov
COUNSEL FOR SMALL BUSINESS ADMINISTRATION

Tara T. LeDay, Esq.
Chamberlain Hrdlicka
1200 Smith Street, Suite 1400
Houston, TX 77002
VIA CM/ECF Tara.Leday@Chamberlainlaw.Com
COUNSEL FOR RR TOWN CENTER ASSOCIATES, LLC

/s/ Jared M. Slade
JARED M. SLADE